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August 1, 2014

Re: United States of America, et al. v. American Express Co., et al.,
Case No. 10-cv-4496 (NGG) (RER)

Dear Judge Garaufis:

In compliance with this Court's direction, Defendants write to inform the Court that we will ask to close the courtroom during the testimony of Pamela Codispoti (American Express). Defendants expect to call Ms. Codispoti on Tuesday, August 5 or Wednesday, August 6.

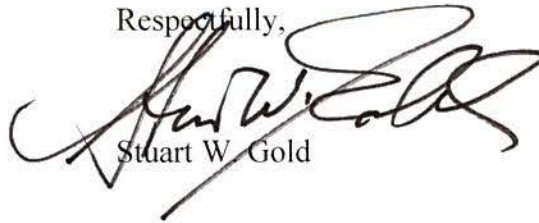
Ms. Codispoti was Senior Vice President of Consumer Co-Brand Partnerships when several of the operative co-brand relationships were negotiated. These highly commercially sensitive contracts were the subject of separate confidentiality motions (supported by detailed declarations) filed by American Express and its co-brand partners. The Government did not oppose American Express's and its partners' requests to seal the co-brand agreements, and ultimately stipulated that the Court should seal these documents and allow redaction of other documents reflecting their terms and negotiations. The Court so-ordered the parties' stipulation on July 3, 2014.

Most of Ms. Codispoti's testimony will concern these materials that have been filed under seal or redacted. We expect that Ms. Codispoti will describe in detail her personal involvement with Amex's co-brand partners, agreements and negotiations.

At this time, Defendants are especially sensitive to confidentiality concerns surrounding co-brand agreements, as Defendants are presently in the midst of negotiations with certain co-brand partners. Public disclosure of any confidential deal terms—including how certain partners were able to obtain such terms—will have a detrimental impact on American Express's business.

The Government has informed American Express that it does not oppose its request to seal the courtroom for Ms. Codispoti's testimony.

Respectfully,



Stuart W. Gold

The Honorable Nicholas G. Garaufis
United States District Court
Eastern District of New York
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